

This order is SIGNED.

Dated: March 16, 2019


KEVIN R. ANDERSON
U.S. Bankruptcy Judge



**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF UTAH, CENTRAL DIVISION**

In re:

VIDANGEL, INC.,

Debtor.

Case No. 17-29073

Chapter 11

Judge Kevin R. Anderson

**ORDER APPROVING FIRST INTERIM APPLICATION
OF ROCKY MOUNTAIN ADVISORY LLC,
ACCOUNTANT FOR THE TRUSTEE, FOR FINAL
ALLOWANCE OF COMPENSATION**

Parsons Behle & Latimer ("Parsons Behle"), counsel to the above-captioned debtor and debtor in possession (the "Debtor"), having filed the first interim application (the "Application") on behalf of Rocky Mountain Advisory, LLC ("RMA") pursuant to sections 328, 330, and 331 of title of the United States Code (the "Bankruptcy Code"), Rules 2002(c)(3) and 2016 of the Federal Rules of Bankruptcy Procedures (the "Bankruptcy Rules"); the Application having been properly noticed; no opposition having been filed; the Court having considered the pleadings and papers on file herein, having stated its findings of fact and conclusions of law on the record pursuant to

Federal Rule of Civil Procedure 52, made applicable by Federal Rule of Bankruptcy Procedure 7052; and good cause appearing,

IT IS HEREBY ORDERED that:

1. The Application is hereby **APPROVED**;
2. RMA's fees in the amount of \$56,922.00 and reimbursement in the amount of \$82.80 are hereby **ALLOWED** on a final basis;
3. The Debtor, after deducting previous payments to RMA, is authorized and directed to pay the balance of compensation and reimbursement in the amount of amount of \$11,372.00 for the balance of fees incurred to RMA upon entry of this order.
4. The Application is approved without prejudice to RMA's right to seek further compensation and reimbursement under any subsequent fee application.

-----*end of document*-----

PROOF OF SERVICE

I hereby certify that on March 13, 2019, I caused a true and correct copy of the foregoing **ORDER APPROVING FIRST INTERIM APPLICATION OF ROCKY MOUNTAIN ADVISORY LLC, ACCOUNTANT FOR THE TRUSTEE, FOR FINAL ALLOWANCE OF COMPENSATION** to be served as follows:

On March 13, 2019, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system, which sent notification of such filing to the following:

- J. Thomas Beckett tbeckett@parsonsbehle.com, ecf@parsonsbehle.com;brothschild@parsonsbehle.com;kstankevitz@parsonsbehle.com
- Michael Ronald Brown mbrown@parsonsbehle.com
- Laurie A. Cayton tr laurie.cayton@usdoj.gov, James.Gee@usdoj.gov;Lindsey.Huston@usdoj.gov;Suzanne.Verhaal@usdoj.gov
- Rose Leda Ehler rose.ehler@mto.com, cynthia.soden@mto.com
- Michael R. Johnson mjohanson@rqn.com, docket@rqn.com;dburton@rqn.com
- Kelly M. Klaus kelly.klaus@mto.com
- David H. Leigh dleigh@rqn.com, dburton@rqn.com;docket@rqn.com
- Grace S. Pusavat gpusavat@parsonsbehle.com
- Brian M. Rothschild brothschild@parsonsbehle.com, ecf@parsonsbehle.com
- United States Trustee USTPRegion19.SK.ECF@usdoj.gov

By U.S. Mail - In addition to the parties of record receiving notice through the CM/ECF system, the following parties should be served notice pursuant to Fed R. Civ. P. 5(b).

Brent O. Hatch
Johnson & Hatch
10 West Broadway
Suite 400
Salt Lake City, UT 84101

Kelly M. Klaus
Munger, Tolles & Olson, LLP
350 South Grand Avenue, 50th Floor
Los Angeles, CA 90071-3426

Dated March 13, 2019

PARSONS BEHLE & LATIMER

By: /s/ Grace S. Pusavat

Certificate of Notice Page 4 of 5
 United States Bankruptcy Court
 District of Utah

In re:
 VidAngel, Inc.
 Debtor

Case No. 17-29073-KRA
 Chapter 11

CERTIFICATE OF NOTICE

District/off: 1088-2

User: adw
 Form ID: pdfor1

Page 1 of 2
 Total Noticed: 2

Date Rcvd: Mar 18, 2019

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Mar 20, 2019.

aty +Brent O. Hatch, Johnson & Hatch, 10 West Broadway, Suite 400,
 Salt Lake City, UT 84101-2065
 sp Kelly M. Klaus, Munger, Tolles & Olson, LLP, 350 South Grand Avenue, 50th Floor,
 Los Angeles, CA 90071-3426

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.
 NONE. TOTAL: 0

***** BYPASSED RECIPIENTS *****

NONE. TOTAL: 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
 USPS regulations require that automation-compatible mail display the correct ZIP.

Transmission times for electronic delivery are Eastern Time zone.

I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Mar 20, 2019

Signature: /s/Joseph Speetjens

CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on March 18, 2019 at the address(es) listed below:

Brian M. Rothschild on behalf of Plaintiff VidAngel, Inc. brothschild@parsonsbehle.com,
 ecf@parsonsbehle.com
 Brian M. Rothschild on behalf of Debtor VidAngel, Inc. brothschild@parsonsbehle.com,
 ecf@parsonsbehle.com
 David H. Leigh on behalf of Defendant Turner Entertainment Company dleigh@rqn.com,
 dburton@rqn.com;docket@rqn.com
 David H. Leigh on behalf of Interested Party Lucasfilm Ltd. dleigh@rqn.com,
 dburton@rqn.com;docket@rqn.com
 David H. Leigh on behalf of Interested Party MVL Film Finance LLC dleigh@rqn.com,
 dburton@rqn.com;docket@rqn.com
 David H. Leigh on behalf of Defendant New Line Productions, Inc. dleigh@rqn.com,
 dburton@rqn.com;docket@rqn.com
 David H. Leigh on behalf of Interested Party Warner Brothers Entertainment, Inc.
 dleigh@rqn.com, dburton@rqn.com;docket@rqn.com
 David H. Leigh on behalf of Interested Party Turner Entertainment Company dleigh@rqn.com,
 dburton@rqn.com;docket@rqn.com
 David H. Leigh on behalf of Interested Party New Line Productions, Inc. dleigh@rqn.com,
 dburton@rqn.com;docket@rqn.com
 David H. Leigh on behalf of Defendant Disney Enterprises, Inc. dleigh@rqn.com,
 dburton@rqn.com;docket@rqn.com
 David H. Leigh on behalf of Defendant Twentieth Century Fox Film Corporation dleigh@rqn.com,
 dburton@rqn.com;docket@rqn.com
 David H. Leigh on behalf of Interested Party Twentieth Century Fox Film Corporation
 dleigh@rqn.com, dburton@rqn.com;docket@rqn.com
 David H. Leigh on behalf of Interested Party Disney Enterprises, Inc. dleigh@rqn.com,
 dburton@rqn.com;docket@rqn.com
 David H. Leigh on behalf of Defendant Warner Brothers Entertainment, Inc. dleigh@rqn.com,
 dburton@rqn.com;docket@rqn.com
 David H. Leigh on behalf of Defendant MVL Film Finance LLC dleigh@rqn.com,
 dburton@rqn.com;docket@rqn.com
 David H. Leigh on behalf of Defendant Lucasfilm Ltd. LLC dleigh@rqn.com,
 dburton@rqn.com;docket@rqn.com
 Grace S. Pusavat on behalf of Debtor VidAngel, Inc. gpusavat@parsonsbehle.com
 J. Thomas Beckett on behalf of Debtor VidAngel, Inc. tbeckett@parsonsbehle.com,
 ecf@parsonsbehle.com;brothschild@parsonsbehle.com;kstankevitz@parsonsbehle.com
 Kelly M. Klaus on behalf of Interested Party Warner Brothers Entertainment, Inc.
 kelly.klaus@mto.com
 Kelly M. Klaus on behalf of Interested Party Disney Enterprises, Inc. kelly.klaus@mto.com
 Kelly M. Klaus on behalf of Interested Party Turner Entertainment Company kelly.klaus@mto.com

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User: adw
Form ID: pdfor1

Page 2 of 2
Total Noticed: 2

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The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

Kelly M. Klaus on behalf of Interested Party Lucasfilm Ltd. kelly.klaus@mto.com
Kelly M. Klaus on behalf of Interested Party New Line Productions, Inc. kelly.klaus@mto.com
Kelly M. Klaus on behalf of Interested Party MVL Film Finance LLC kelly.klaus@mto.com
Kelly M. Klaus on behalf of Interested Party Twentieth Century Fox Film Corporation
kelly.klaus@mto.com
Laurie A. Cayton tr on behalf of U.S. Trustee United States Trustee laurie.cayton@usdoj.gov,
James.Gee@usdoj.gov;Lindsey.Huston@usdoj.gov;Suzanne.Verhaal@usdoj.gov
Michael R. Johnson on behalf of Interested Party Twentieth Century Fox Film Corporation
mjohnson@rqn.com, docket@rqn.com;dburton@rqn.com
Michael R. Johnson on behalf of Defendant Warner Brothers Entertainment, Inc.
mjohnson@rqn.com, docket@rqn.com;dburton@rqn.com
Michael R. Johnson on behalf of Defendant Lucasfilm Ltd. LLC mjohnson@rqn.com,
docket@rqn.com;dburton@rqn.com
Michael R. Johnson on behalf of Interested Party Turner Entertainment Company
mjohnson@rqn.com, docket@rqn.com;dburton@rqn.com
Michael R. Johnson on behalf of Defendant New Line Productions, Inc. mjohnson@rqn.com,
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docket@rqn.com;dburton@rqn.com
Michael R. Johnson on behalf of Defendant Turner Entertainment Company mjohnson@rqn.com,
docket@rqn.com;dburton@rqn.com
Michael R. Johnson on behalf of Creditor Twentieth Century Fox Film Corporation
mjohnson@rqn.com, docket@rqn.com;dburton@rqn.com
Michael R. Johnson on behalf of Defendant MVL Film Finance LLC mjohnson@rqn.com,
docket@rqn.com;dburton@rqn.com
Michael Ronald Brown on behalf of Debtor VidAngel, Inc. mbrown@parsonsbehle.com
Rose Leda Ehler on behalf of Interested Party Warner Brothers Entertainment, Inc.
rose.ehler@mto.com, cynthia.soden@mto.com
Rose Leda Ehler on behalf of Creditor Twentieth Century Fox Film Corporation
rose.ehler@mto.com, cynthia.soden@mto.com
Rose Leda Ehler on behalf of Interested Party MVL Film Finance LLC rose.ehler@mto.com,
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cynthia.soden@mto.com
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TOTAL: 51